FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT	OF CHANGES	IN BENEFICIAL	OWNERSHIP
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Common Stock	1. Name and Address of Reporting Person* <u>COURTOT PHILIPPE F</u>					2. Issuer Name and Ticker or Trading Symbol QUALYS, INC. [QLYS]								Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner						
City	C/O QU	(First) (Middle) UALYS, INC.		11	11/05/2019								X	X Officer (give title below) Other (specify below) Chairman, President & CEO						
1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4.	FOSTER	OSTER CITY CA 94404		_ 4.	4. If Amendment, Date of Original Filed (Month/Day/Year)								X Form filed by One Reporting Person Form filed by More than One Reporting							
1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4.			Tab	ole I -	Non-Deri	vativ	tive Securities Acquired Disposed of or Renefic									Owned				
Code V Amount (i) or Price Trainsaction(s) Trainsact	1. Title of Security (Instr. 3) 2. Transaction Date		ion	2A. Deemed Execution Date, if any		3. 4. Securities A Disposed Of (Code (Instr.			Acquired (A) or			5. Amount of Securities Beneficially Owned Following		Form: Direct (D) or Indirect		7. Nature of Indirect Beneficial Ownership				
Common Stock										Code	v	Amount	(A) or (D)	Price		Transaction(s)				(instr. 4)
Common Stock 11/05/2019 S(1) 32,838 D \$84.433(3) 5,554,156 D	Common	Stock			11/05/20	019				M ⁽¹⁾		74,532	Α	\$26.	.86	5,628	,488		D	
Common Stock 11/05/2019 S(1) 200 D \$85.45 5,553,956 D	Common	Stock			11/05/20	019				S ⁽¹⁾		41,494	D	\$83.76	598 ⁽²⁾	5,586	,994		D	
Common Stock 11/06/2019 S(1) 53,804 D \$84.1763(4) 5,557,613 D	Common	Stock			11/05/20	019				S ⁽¹⁾		32,838	D	\$84.4	33 ⁽³⁾	5,554	,156		D	
Common Stock 11/06/2019 S(1) 53,804 D \$84.1763(4) 5,557,613 D	Common	Stock			11/05/20	019				S ⁽¹⁾		200	D	\$85.	45	5,553	,956		D	
Common Stock Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Security (Instr. 3) 1. Title of Derivative Security Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security (Instr. 3) 2. Conversion Or Exercise Price of Derivative Security (Instr. 3) 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Instr. 4) 4. Transaction Date (Month/Day/Year) 5. Number of Executive (Instr. 3) 6. Date Exercisable and Expiration Date (Month/Day/Year) 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3) 8. Price of Derivative Security (Instr. 3) 9. Number of Expiration Date (Month/Day/Year) 9. Number of Expiration Date (Common	Stock			11/06/20	019				M ⁽¹⁾		57,461	A	\$26.	\$26.86		,417		D	
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Security (Instr. 3) 1. Title of Derivative Security Security (Instr. 3) 2. Conversion or Exercise (Month/Day/Year) 1. Title of Derivative Security (Instr. 3) 2. Conversion of Date (Month/Day/Year) 2. Conversion Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. Transaction Code (Instr. 8) 5. Number of Or Vergivative Securities (Month/Day/Year) 5. Number of Expiration Date (Month/Day/Year) 6. Date Exercisable and Expiration Date (Month/Day/Year) 7. Title and Amount of Securities Securities Securities Securities (Month/Day/Year) 8. Price of Derivative Securities Securities (Month/Day/Year) 9. Number of derivative Security (Instr. 3) and 4) 9. Ownership Form: Direct (D) Owner (D) Orn indirect (D) (Instr. 4) 1. Title of Securities (Month/Day/Year) 1. Title of Securities (Month/Day/Year) 1. Title and Amount of Securities (Month/Day/Year) 9. Number of derivative Securities (Month/Day/Year) 1. Title of Securities (Month/Day/Year) 1. Title and Amount of Securities (Month/Day/Year) 1. Title and Amount of Securities (Month/Day/Year) 1. Title and Amount of Securities (Month/Day/Year) 1. Title of Securities (Month/Day/Year) 1. Title of Securities (Month/Day/Year) 1. Title and Amount of Securities (Month/Day/Year) 2. Transaction (Month/Day/Year) 3. Transac	Common	Stock			11/06/20	019				S ⁽¹⁾		53,804	D	\$84.17	⁷ 63 ⁽⁴⁾	5,557	7,613		D	
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Security (Instr. 3) 2. Conversion of Exercise Price of Derivative Security (Instr. 3) (Instr. 4) 2. Conversion of Exercise (Month/Day/Year) (Instr. 3) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) (Instr. 4)	Common	Stock			11/06/20	019				S ⁽¹⁾		3,657	D	\$84.727(5)		5,553,956			D	
(e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Security (Instr. 3) 1. Title of Derivative Security 2. Conversion or Exercise Price of Derivative Security 3. Transaction Date (Month/Day/Year) 4. Transaction Code (Instr. 8) 5. Number of Execution Date (Month/Day/Year) 5. Number of Securities Underlying Derivative Security (Instr. 3 and 4) 6. Date Exercisable and Expiration Date (Month/Day/Year) 7. Title and Amount of Securities Underlying Derivative Security (Instr. 5) 8. Price of Derivative Security (Instr. 5) 9. Number of derivative Security (Instr. 5) Ownership Form: Direct (D) or Indirect (I) (Instr. 4) Ownership Form: Direct (D) or Indirect (I) (Instr. 4) Number of Securities Underlying Derivative Security (Instr. 4) Number of Securities Security (Instr. 5) Number of Securities Security (Instr. 4) Number of Securities Security (Instr. 5) Number of Securities Security (Instr. 4) Number of Securities Security (Instr. 5) Number of Securities Security (Instr. 4) Number of Securities Security (Instr. 5) Number of Securities Security (Instr. 4) Number of Securities Security (Instr. 4) Number of Securities Security (Instr. 5) Number of Securities Security (Instr. 4) Number of Securities Security (Instr. 5) Number of Securities Security (Instr. 4) Number of Securities Security (Instr. 5) Number of Securities Security (Instr. 4) Number of Securities Security (Instr. 4) Nu	Common	Stock														100,000		I		See Footnote ⁽⁶⁾
Derivative Security Price of Derivative Security Security Security Date (Month/Day/Year) Date (Month/Day/Year) Date (Month/Day/Year) Date (Month/Day/Year) Date (Month/Day/Year) Date (Month/Day/Year) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)																				
Code V (A) (D) Date Expiration Date Title Shares	Derivative Conversion Security or Exercise (Month/Day/Year) Frice of Derivative Conversion Date (Month/Day/Year) if an (Month/Day/Year)		Execu if any	ution Date, Trans		nsaction of Derivative Securities Acquired (A) or Disposed of (D) (Inst		vative urities uired or oosed O) (Instr	Expiration (Month/Day		Date of Securities (/Year) Underlying Derivative Se		ırities ying ive Secu		Derivative Security	erivative ecurity security senstr. 5) Benefic Owned Followin Reporte Transac		Ownersh Form: Direct (D or Indirec	Beneficial Ownership ct (Instr. 4)	
Stock						Code	v	(A)	(D)				Title	or Num of	ber					
Option (right to buy) Second 11/05/2019 M(1) 74,532 (7) 02/06/2024 Common Stock 74,532 \$0.00 226,662 D	(right to	\$26.86	11/05/2019		M ⁽¹				74,532	(7)		02/06/2024			532	\$0.00	226,662		D	
Stock Option (right to buy) Stock 11/06/2019 M(1) M(1) Stock 11/06/2019 M(1) Stock Tommon Stock S	Option (right to	\$26.86	11/06/2019			M ⁽¹⁾			57,461	L	(7)	02/06/2024			461	\$0.00	169,2	201	D	

- 1. The sale transaction reported in this Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on August 21, 2019.
- 2. The sale price represents the weighted average price of the shares sold ranging from \$83.15 to \$84.14 per share. Upon request by the Commission staff, the Issuer or a security holder of the Issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price within the range set forth in this Form 4.
- 3. The sale price represents the weighted average price of the shares sold ranging from \$84.15 to \$85.12 per share. Upon request by the Commission staff, the Issuer or a security holder of the Issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price within the range set forth in this Form 4.
- 4. The sale price represents the weighted average price of the shares sold ranging from \$83.66 to \$84.65 per share. Upon request by the Commission staff, the Issuer or a security holder of the Issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price within the range set forth in this Form 4.
- 5. The sale price represents the weighted average price of the shares sold ranging from \$84.66 to \$84.82 per share. Upon request by the Commission staff, the Issuer or a security holder of the Issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price within the range set forth in this Form 4.
- 6. These shares are held directly by a custodian under the Uniform Gifts to Minors Act for the benefit of the Reporting Person's minor child.
- 7. The option is fully vested and immediately exercisable

Remarks:

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.